

Telecommunications
E Commerce
Technology
Corporate & Finance
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Proprietary Rights
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Writer's Direct Dial Number

February 14, 2002

Writer's E-mail Address

Via Overnight Delivery

K. David Waddell, Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243

02-00170

**Re: Application for Approval of the Transfer of Ownership of New
Century Telecom, Inc. and Request for Waiver of Customer
Notification Requirements**

Dear Mr. Waddell:

New Century Telecom, Inc. ("NCT"), by its attorneys, hereby files this Application with the Tennessee Regulatory Authority ("TRA") seeking approval of the transfer of control of the company. Enclosed herewith please find a check in the amount of \$25.00 plus thirteen (13) copies of this Application.

On or about April 1, 2002, 100% of the issued and outstanding stock of NCT shall be transferred to Alba Cipriani. The company will continue to operate under the NCT name and to provide the same telecommunications services pursuant to the tariffs it currently has on file, except as they may be revised by appropriate filings as needed to provide new or additional rate plans.

To the extent necessary to carry out the transfer of control, NCT requests that the TRA either forbear from applying or waive any customer authorization and verification requirements. Since customers pre-subscribed to NCT will not have their preferred interexchange carrier changed upon the transfer of ownership and assets, it is not necessary for the parties to obtain authorization and verification from each subscriber.

NCT also requests that the TRA forbear from imposing any customer notification requirements. All customers will continue to receive service through NCT, all customer billing statements will continue to reflect the NCT name, customer service calls will continue to be handled by NCT representatives and all other interactions between the

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K. David Waddell, Executive Secretary
Tennessee Regulatory Authority
February 13, 2002
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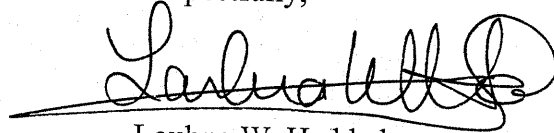
carrier and the customers will continue to be conducted through and under the name of NCT. Therefore, upon the transfer of control, customers currently pre-subscribed to NCT would not notice or experience any difference in service.

Once the transfer is complete, NCT's new owner contemplates mailing customers notification of the new ownership and management along with promotional materials in any event.

In addition, NCT will update the TRA with any change in contact information necessitated by the transfer of ownership and will revise its tariffs to reflect the same, where applicable.

An additional copy of this Application is enclosed. Please date-stamp the extra copy and return it to me in the enclosed postage-prepaid envelope. Should you have any questions regarding the transfer of ownership or should you require additional information, please do not hesitate to contact the undersigned.

Respectfully,

A handwritten signature in black ink, appearing to read 'Loubna W. Haddad', with a horizontal line drawn underneath it.

Loubna W. Haddad
Regulatory Counsel to NCT